

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

JAZZ PHARMACEUTICALS, INC.,

Plaintiff,

v.

C.A. No. 21-691-MN

AVADEL PHARMACEUTICALS PLC,
AVADEL US HOLDINGS, INC., AVADEL
SPECIALTY PHARMACEUTICALS, LLC,
AVADEL LEGACY PHARMACEUTICALS,
LLC, AVADEL MANAGEMENT
CORPORATION AND AVADEL CNS
PHARMACEUTICALS, LLC.

Defendants.

JAZZ PHARMACEUTICALS, INC. AND
JAZZ PHARMACEUTICALS IRELAND
LIMITED,

Plaintiffs,

C.A. No. 21-1138-MN

v.

AVADEL PHARMACEUTICALS PLC,
AVADEL US HOLDINGS, INC., AVADEL
SPECIALTY PHARMACEUTICALS, LLC,
AVADEL LEGACY PHARMACEUTICALS,
LLC, AVADEL MANAGEMENT
CORPORATION AND AVADEL CNS
PHARMACEUTICALS, LLC.

Defendants.

JAZZ PHARMACEUTICALS, INC. AND
JAZZ PHARMACEUTICALS IRELAND
LIMITED,

C.A. No. 21-1594-MN

Plaintiffs,

v.

AVADEL PHARMACEUTICALS PLC,
AVADEL US HOLDINGS, INC., AVADEL
SPECIALTY PHARMACEUTICALS, LLC,
AVADEL LEGACY PHARMACEUTICALS,
LLC, AVADEL MANAGEMENT
CORPORATION AND AVADEL CNS
PHARMACEUTICALS, LLC.

Defendants.

**STIPULATION AND [PROPOSED] ORDER OF DISMISSAL OF COMPLAINT AS TO
CERTAIN DEFENDANTS AND TO AMEND CASE CAPTIONS**

Plaintiffs Jazz Pharmaceuticals, Inc. and Jazz Pharmaceuticals Ireland Limited (collectively, “Jazz”)¹ and Defendants Avadel Pharmaceuticals plc, Avadel US Holdings, Inc., Avadel Specialty Pharmaceuticals, LLC, Avadel Legacy Pharmaceuticals, LLC, Avadel Management Corporation, and Avadel CNS Pharmaceuticals, LLC (collectively “Avadel”) hereby stipulate, through their undersigned counsel, and subject to the approval of the Court, to dismiss the Complaints filed by Jazz against Avadel Pharmaceuticals plc, Avadel US Holdings, Inc., Avadel Specialty Pharmaceuticals, LLC, Avadel Legacy Pharmaceuticals, LLC, and Avadel Management Corporation (the “Dismissed Defendants”) in the above-captioned Actions (“Actions” is defined to include these actions, any action that may result from case consolidation,

¹ Civil Action No. 21-691-MN was filed only on behalf of Jazz Pharmaceuticals, Inc.

or any lead case with which these actions are associated). These Actions will continue against Avadel CNS Pharmaceuticals, LLC (“Avadel CNS”). It is further stipulated that the dismissal is without prejudice and is subject to the following conditions:

1. The Dismissed Defendants stipulate to be bound by any Judgment, Order, or decision in the Actions, or any appeal thereof.
2. The Dismissed Defendants and Avadel CNS stipulate that the Dismissed Defendants’ documents, witnesses, and information, to the extent they exist, are in Avadel CNS’s custody or control for purposes of discovery or requests for admission in this lawsuit, subject to paragraph 3 below.
3. For any employee of a Dismissed Defendant who is noticed as a fact witness in these Actions, the witness will be made available for deposition at a mutually agreed-upon place, upon notice pursuant to Fed. R. Civ. P. 30(b)(1) to Avadel CNS. Avadel CNS will also accept Fed. R. Civ. P. 30(b)(6) deposition notices containing topics directed to information that may be held by the Dismissed Defendants, and any witness presented in response thereto shall investigate information in the possession, custody, or control of the Dismissed Defendants as necessary. Provided, however, that nothing herein shall limit the Dismissed Defendants’ ability to object to or seek a protective order in response to any deposition notice, except that the Dismissed Defendants shall not make such an objection or seek such a protective order on the basis that the Dismissed Defendants are not a party to these Actions. Accordingly, there will be no need for (a) service of subpoenas; or (b) for witnesses located outside the United States, adherence to the procedures of the Hague Convention or other methods of taking foreign discovery.
4. The Dismissed Defendants agree to be bound by the resolution of discovery matters in these Actions.

5. The Dismissed Defendants submit and consent to the personal jurisdiction of the District of Delaware for purposes of enforcing this Stipulation and Order and to adjudicate or resolve any disputes regarding its terms, interpretation, application, or requirements.

6. The case captions should be amended to read as follows:

- a. “Jazz Pharmaceuticals, Inc. v. Avadel CNS Pharmaceuticals, LLC, Civil Action No. 21-691-MN;”
- b. “Jazz Pharmaceuticals, Inc., et al. v. Avadel CNS Pharmaceuticals, LLC, Civil Action No. 21-1138-MN;” and
- c. “Jazz Pharmaceuticals, Inc., et al. v. Avadel CNS Pharmaceuticals, LLC, Civil Action No. 21-01594-MN.”

Dated: January 4, 2022

MORRIS, NICHOLS, ARSHT &
TUNNELL LLP

/s/ Jeremy A. Tigan
Jack B. Blumenfeld (#1014)
Jeremy A. Tigan (#5239)
1201 North Market Street
P.O. Box 1347
Wilmington, DE 19899
(302) 658-9200
Jblumenfeld@morrisnichols.com
jtigan@morrisnichols.com

McCARTER & ENGLISH, LLP

/s/ Alexandra M. Joyce
Daniel M. Silver (#4758)
Alexandra M. Joyce (#6423)
Renaissance Centre
405 N. King Street, 8th Floor
Wilmington, Delaware 19801
(302) 984-6300
dsilver@mccarter.com
ajoyce@mccarter.com

Of Counsel:

F. Dominic Cerrito
Eric C. Stops
Evangeline Shih
Andrew S. Chalson
Gabriel P. Brier
Frank C. Calvosa
QUINN EMANUEL URQUHART &
SULLIVAN, LLP
51 Madison Avenue, 22nd Floor
New York, NY 10010
(212) 849-7000

Attorneys for Jazz

Of Counsel:

Kenneth G. Schuler
Marc N. Zubick
Alex Grabowski
Sarah W. Wang
LATHAM & WATKINS LLP
330 North Wabash Avenue, Suite 2800
Chicago, IL 60611
(312) 876-7700
kenneth.schuler@lw.com
marc.zubick@lw.com
alex.grabowski@lw.com
sarah.wang@lw.com

Herman Yue
Bornali Rashmi Borah
LATHAM & WATKINS LLP
1271 Avenue of the Americas
New York, NY 10020
(212) 906-1200
Herman.Yue@lw.com
Rashmi.Borah@lw.com

Daralyn J. Durie
DURIE TANGRI LLP
217 Leidesdorff Street
San Francisco, CA 94111
(415) 365-6666
ddurie@durietangri.com

Kira A. Davis
Katherine E. McNutt
DURIE TANGRI LLP
953 East 3rd Street
Los Angeles, CA 90013
(213) 992-4499
kdavis@durietangri.com
kmcnutt@durietangri.com

Attorneys for Avadel

SO ORDERED this 4th day of January 2022.


The Honorable Maryellen Noreika
United States District Judge